

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

IN RE: TRIBUNE COMPANY FRAUDULENT
CONVEYANCE LITIGATION

Consolidated Multidistrict Action
11 MD 2296 (WHP)

ECF Case

THIS DOCUMENT RELATES TO:
ALL MATTERS

**NOTICE OF PLAINTIFFS' THIRD OMNIBUS MOTION TO ENLARGE
THE TIME FOR SERVICE OF SUMMONSES AND COMPLAINTS**

PLEASE TAKE NOTICE that, upon the accompanying Memorandum of Law in Support of Plaintiffs' Third Omnibus Motion to Enlarge the Time for Service of Summonses and Complaints (the "Motion"), upon the accompanying Declaration of David Zensky in Support of the Motion, upon the accompanying Declaration of Jay Teitelbaum in Support of the Motion, upon the accompanying Declaration of James S. Green, Jr. in Support of the Motion, and upon all prior pleadings and proceedings in these actions,

Plaintiffs Deutsche Bank Trust Company Americas, in its capacity as successor indenture trustee for a certain series of Senior Notes ("DBTCA"), Law Debenture Trust Company of New York, in its capacity as successor indenture trustee for a certain series of Senior Notes ("Law Debenture"), Wilmington Trust Company, in its capacity as successor indenture trustee for a certain series of Exchangeable Notes commonly referred to as the PHONES Notes ("Wilmington Trust") and, together with DBTCA and Law Debenture, "Note Holder Plaintiffs"), 165 individual

retirees of The Times Mirror Company and the Tribune Company (the “Retiree Plaintiffs”),¹ and Marc S. Kirschner as Litigation Trustee of the Tribune Litigation Trust (the “Trustee Plaintiff”² and, together with the Note Holder Plaintiffs and the Retiree Plaintiffs, the “Plaintiffs”), through their respective undersigned counsel, respectfully move this Court, pursuant to Federal Rule of Civil Procedure (“FRCP”) 4(m), for entry of an order—in a form substantially similar to that annexed hereto as Exhibit A—enlarging, through and including July 12, 2013, both: (i) the time for service of summonses and complaints in all actions (the “Avoidance Actions”) (listed in the annexed Exhibit B) commenced by Plaintiffs; and (ii) the time period referenced in FRCP 15(c)(1)(C).

Pursuant to Local Civil Rule 6.1(b)(2), any opposing affidavits and answering memoranda shall be served upon the undersigned within fourteen days after service of the accompanying moving papers, which will be caused to be served upon you by mail or electronic

¹ Twenty-two of the original Retiree Plaintiffs have voluntarily withdrawn from this action either because they have been paid in full on their claims against one or more of the Tribune Entities, as of the Effective Date of December 31, 2012, or for other reasons.

² On December 31, 2012, the Effective Date of the Fourth Amended Joint Plan of Reorganization for Tribune Company and Its Subsidiaries Proposed by the Debtors, the Official Committee of Unsecured Creditors, Oaktree Capital Management, L.P., Angelo, Gordon & Co., L.P., and JPMorgan Chase Bank, N.A. (as confirmed July 23, 2012) (the “DCL Plan”), the Trustee Plaintiff was appointed as Litigation Trustee of the Tribune Litigation Trust. Pursuant to the DCL Plan and paragraph 19 of Master Case Order No. 3, the Trustee Plaintiff became successor plaintiff to the Committee Plaintiff in the Committee Actions. See Master Case Order No. 3 ¶ 19 (Sept. 7, 2012), ECF No. 1395. The Trustee Plaintiff has submitted to the Clerk’s office a Notice of Substitution of Party, Counsel, and Liaison Counsel in the Committee Actions, which has not yet been docketed.

mail on this eleventh day of January, 2013, and any reply affidavits and reply memoranda shall be served within seven days after service of the answering paper.

Dated: New York, New York
January 11, 2013

s/ Robert J. Lack
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EXHIBIT A

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

IN RE: TRIBUNE COMPANY FRAUDULENT
CONVEYANCE LITIGATION

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**[PROPOSED] ORDER GRANTING PLAINTIFFS' THIRD OMNIBUS MOTION
TO ENLARGE THE TIME FOR SERVICE OF SUMMONSES AND COMPLAINTS**

WILLIAM H. PAULEY III, United States District Judge:

AND NOW, this ____ day of _____, 2013, upon consideration of Plaintiffs' Third Omnibus Motion to Enlarge the Time for Service of Summonses and Complaints (the "Motion"), the Motion is GRANTED and, subject to Plaintiffs' right to make further application for relief with respect to the periods provided in Federal Rule of Civil Procedure ("FRCP") 4(m) and 15(c)(1)(C), it is hereby

ORDERED that the time under FRCP 4(m) for Plaintiffs to serve all summonses and complaints (as they have been or may be amended from time to time, subject to and in accordance with FRCP 15 and 21) in all actions, and the time period referenced in FRCP 15(c)(1)(C), is enlarged through and including July 12, 2013, retroactive to January 15, 2013.

SO ORDERED:

WILLIAM H. PAULEY III
UNITED STATES DISTRICT JUDGE

EXHIBIT B**SCHEDULE OF AVOIDANCE ACTIONS**

STATE OF ORIGIN	CAPTION	CASE NUMBER
AZ	Deutsche Bank Trust Co. Americas, et al. v. King, et al.	1:11-cv-09410-WHP
CA	Deutsche Bank Trust Co. Americas, et al. v. First Republic Bank, et al.	1:11-cv-09572-WHP
CA	Deutsche Bank Trust Co. Americas, et al. v. AG Edwards & Sons, et al.	1:11-cv-09593-WHP
CA	Deutsche Bank Trust Co. Americas, et al v. Wells Fargo Bank, N.A. et al	1:11-cv-09585-WHP
CO	Deutsche Bank Trust Co. Americas, et al. v. Fushimi, et al.	1:12-cv-00549-WHP
CO	Deutsche Bank Trust Co. Americas, et al. v. Oppenheimer Main Street Select Fund, et al.	1:12-cv-00550-WHP
CT	Deutsche Bank Trust Co. Americas, et al. v. Sirius Int'l Ins. Corp., et al.	1:11-cv-09583-WHP
CT	Deutsche Bank Trust Co. Americas, et al. v. Aetna, Inc., et al.	1:11-cv-09584-WHP
DC	Deutsche Bank Trust Co. Americas, et al. v. Anderson, et al.	1:11-cv-09510-WHP
DE	Deutsche Bank Trust Co. Americas, et al. v. Sowood Alpha, et al.	1:11-cv-09586-WHP
DE	Deutsche Bank Trust Co. Americas, et al. v. Verizon Inv. Mgmt., et al.	1:11-cv-09594-WHP
DE	Deutsche Bank Trust Co. Americas, et al. v. Alliance Capital Mgmt LLC, et al.	1:11-cv-09595-WHP
DE	Deutsche Bank Trust Co. Americas, et al. v. RBS Securities, et al.	1:11-cv-09587-WHP
DE	Deutsche Bank Trust Co. Americas, et al. v. Wells Fargo Investments, LLC, et al.	1:11-cv-09596-WHP
FL	Deutsche Bank Trust Co. Americas, et al. v. Waterman Broadcasting Inv. Corp., et al.	1:12-cv-00061-WHP
IL	Deutsche Bank Trust Co. Americas, et al. v. Ohlson Enters., et al.	1:12-cv-00064-WHP
IL	Deutsche Bank Trust Co. Americas, et al. v. Alicia P. Guggenheim Trust, et al.	1:12-cv-00065-WHP
IN	Deutsche Bank Trust Co. Americas, et al. v. Robert Dishon Family Trust, et al.	1:11-cv-09581-WHP
IN	Deutsche Bank Trust Co. Americas, et al. v. 1st Source Bank, et al.	1:11-cv-09582-WHP
MA	Deutsche Bank Trust Co. Americas, et al. v. Richard Paniagua, et al.	1:11-cv-09409-WHP

STATE OF ORIGIN	CAPTION	CASE NUMBER
MA	Deutsche Bank Trust Co. Americas, et al v. Eaton Vance Multi Cap Growth Portfolio, et al.	1:11-cv-09408-WHP
MD	Deutsche Bank Trust Co. Americas, et al. v. McGurn, et al.	1:12-cv-00063-WHP
MD	Deutsche Bank Trust Co. Americas, et al. v. National Electrical Benefit Fund, et al.	1:12-cv-00062-WHP
MN	Deutsche Bank Trust Co. Americas, et al. v. Ameriprise Trust Co., et al.	1:11-cv-09590-WHP
MN	Deutsche Bank Trust Co. Americas, et al. v. Pandora Select Partners LP, et al.	1:11-cv-09599-WHP
MN	Deutsche Bank Trust Co. Americas, et al. v. U.S. Bank, N.A., et al.	1:11-cv-09600-WHP
NC	Deutsche Bank Trust Co. Americas, et al. v. The Burroughs Wellcome Fund, et al.	1:11-cv-09511-WHP
NC	Deutsche Bank Trust Co. Americas, et al. v. Aqua America-Gabelli Asset Mgmt, et al.	1:11-cv-09512-WHP
NJ	Deutsche Bank Trust Co. Americas, et al. v. Sumitomo Trust & Banking Co. (U.S.A.), et al.	1:11-cv-09406-WHP
NJ	Deutsche Bank Trust Co. Americas, et al. v. Merrill Lynch Trust Co., et al.	1:11-cv-09407-WHP
NY	Deutsche Bank Trust Co. Americas, et al. vs. Adaly Opportunity Fund, et al.	1:11-cv-04784-WHP
NY	Deutsche Bank Trust Co. Americas, et al. v. CIBC World Markets Corp., et al.	1:11-cv-05136-WHP
NY	Deutsche Bank Trust Co. Americas, et al. v. Abu Dhabi Investment Authority, et al.	1:11-cv-04522-WHP
NY	Deutsche Bank Trust Co. Americas, et al. v. Blackrock Institutional Trust Company, N.A., et al.	1:11-cv-09319-WHP
NY	Deutsche Bank Trust Co. Americas, et al. v. Cantor Fitzgerald & Co., et al.	1:11-cv-04900-WHP
OH	Deutsche Bank Trust Co. Americas, et al. v. Huntington National Bank, et al.	1:11-cv-09589-WHP
OH	Deutsche Bank Trust Co, Americas, et al. v. American Electric Power, et al.	1:11-cv-09592-WHP
OH	Deutsche Bank Trust Co. Americas, et al. v. Goodrich Corp MAS TR QUAL EMPL BEN, et al.	1:11-cv-09591-WHP
PA	Deutsche Bank Trust Co. Americas, et al. v. Ametek Inc Employees Master Retirement Trust, et al.	1:11-cv-09598-WHP
PA	Deutsche Bank Trust Co. Americas, et al. v. ING Investors Trust, et al.	1:11-cv-09597-WHP

STATE OF ORIGIN	CAPTION	CASE NUMBER
TX	Deutsche Bank Trust Co. Americas, et al. v. Employees Retirement Fund of the City of Dallas, et al.	1:11-cv-09568-WHP
TX	Deutsche Bank Trust Co. Americas, et al. v. Bank of America N.A. / GWIM Trust Operations, et al.	1:11-cv-09569-WHP
TX	Deutsche Bank Trust Co. Americas, et al. v. AIG Life Insurance Company, et al.	1:12-cv-00552-WHP
VA	Deutsche Bank Trust Co. Americas, et al. v. Ader, et al.	1:11-cv-09571-WHP
VT	Deutsche Bank Trust Co. Americas, et al. v. Long, et al.	1:11-cv-09570-WHP
WA	Deutsche Bank Trust Co. Americas, et al. v. Automotive Machinists Pension Trust Fund, et al.	1:11-cv-09588-WHP
WI	Deutsche Bank Trust Co. Americas, et al. v. Assoc. Bank Green Bay, NA, et al.	1:11-cv-09514-WHP
WI	Deutsche Bank Trust Co. Americas, et al. v. Mazur	1:11-cv-09515-WHP
CA	William A. Niese, et.al., v. Chandler Trust No. 1, et.al.	1:12-cv-00554-WHP
NY	William A. Niese et al. vs. AllianceBernstein, L.P. et al.	1:11-cv-04538-WHP
DE	William A. Niese et al. vs. A.G. Edwards Inc. et al.	1:12-cv-00551-WHP
IL	William A. Niese et al. v. ABN AMRO Clearing Chicago LLC. et al.	1:12-cv-00555-WHP
DE	Official Committee of Unsecured Creditors of Tribune Co., et al., v. FitzSimons, et al.	1:12-cv-002652-WHP